

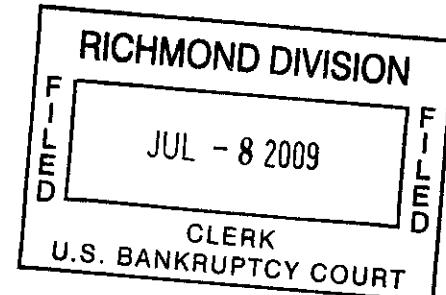


Actiontec Electronics, Inc.

760 North Mary Avenue • Sunnyvale • CA • 94085 • Phone (408) 752-7700 • Fax (408) 541-9003 • www.actiontec.com

Date: July 6, 2009

United States Bankruptcy Court
701 East Broad Street – Courtroom 5100
Richmond, Virginia 23219



**RE: CIRCUIT CITY STORES, INC., et al.,
CASE NO. 08-35653 (KRH) JOINTLY ADMINISTERED
UNITED STATES BANKRUPTCY COURT, EASTERN DISTRICT OF VIRGINIA**

Dear Sir or Madam:

We, Actiontec Electronics Inc., are writing you to express to oppose the relief requested in the objection for two invoices 116082 for \$5,632.78 and 116083 for \$2,652.50 which we filed the claim under the section 503(b)(9) of 11 U.S.C. §§ 101-1532 (the "Bankruptcy Code") for the value of any goods sold in the ordinary course of business and received by the debtors within 20 days before Nov 10, 2008 (the "Petition Date") (i.e., between Oct 21, 2008 and Nov 9, 2008).

As you can see the attached backup of our shipping documents for the invoice 116082 against Circuit City PO# 2166101 (PO dated 10/2/2008) and the invoice 116083 against Circuit City PO# 2169504 (PO dated 10/9/2008), we did ship our products for those two invoices on 10/22/2008, but we do not know why they are listed as receipt date on 10/3/2008 for the invoice 116082 and on 10/10/2008 for the invoice 116083 in the objection. For the invoice 116082 shipped to Livermore, California you can see the shipping documents shows the pickup date is 10/22/2008 with email's confirmation from UPS, and the shipment was delivered and signed by Circuit City employee. The shipment for the invoice 116083 to Ardmore, Oklahoma was picked up on 10/22/2008 also, and it was delivered and signed by Circuit City employee on 10/27/2008. As a matter of fact, the goods were sold in the ordinary course of business and received by Circuit City within 20 days before the Petition Date, Nov 10, 2008. Therefore, we would like to request the Bankruptcy Court should overrule the Objection as to our claim.

Sincerely,

Irene Chen, Controller.

ACTIONTEC ELECTRONICS, INC.
760 N. MARY AVENUE
TEL: (408) 752-7700
SUNNYVALE CA
94085-2908 USA

PAGE NO: 1
INVOICE NO: 116082
INVOICE DATE: 10/22/2008

I N V O I C E

CUSTOMER NO: CI007
CUSTOMER PH: 804-527-4000
BILL TO:

YOUR ORDER NO: 2166101
OUR ORDER NO: SOM100308-010-0000
SHIP TO:

CIRCUIT CITY STORES, INC.
DEEP RUN 3, 5TH FLOOR
9954 MAYLAND DRIVE
RICHMOND VA
23233 U.S.A.

CIRCUIT CITY - LIVERMORE DC
400 LONGFELLOW COURT, #A
LIVERMORE CA
94550 U.S.A.

TERMS: CASH #1: DISC:
CASH #2: DISC:
NET DUE DATE: 120608

SHIPPED: 10/23/2008
SHIP VIA: UPS GROUND
F.O.B.: ORIGIN
SHIPMENT NO: 111685 REF:
PRO NO:

YOUR CUSTOMER REP IS: LV

QTY ORDERED	QTY SHIPPED	QTY B.O.	ITEM NUMBER	UNIT PRICE	EXTD PRICE
24	24	0	0947-0127-000 FG, GT704WG QW RETAIL GS583AD3-08	66.11	1,586.64
8	8	0	0947-0136-000 FG, GT704WG VERIZON RETAIL GS583AD3-06	65.83	526.64
50	50	0	0947-0140-000 FG, M1000 MODEM RETAIL QWEST EUADSL23C-08	53.19	2,659.50
40	40	0	0932-0131-000 FG, W1000 RETAIL QW CLAMSHELL HWO05430-08CL	21.50	860.00

ADDITIONAL INFORMATION:

DELIVERY REQUESTED 10-20
SHIP NOT BEFORE 10-14
SHIP NO LATER 10-16

SALES TOTAL:	5,632.78
SALES TAX:	0.00
FREIGHT:	0.00
LESS:	0.00
OTHER CHARGES:	0.00
INVOICE TOTAL:	5,632.78

From: "Circuit City" <edi@softshare.com>
To: 7647@softshare.com
Date: Thu, 02 Oct 2008 18:39:32 -0700 (PDT)
Subject: 850:2166101

100308-010



Purchase Order

General Information

Document Information:

Purchase Order Number: 2166101
Transaction Purpose Code: Original

Purchase Order Date: 10/2/2008
Purchase Order Type Code: Stand-alone Order

Contact Information:

Information Contact : 9712 Carter Garrison

F.O.B. Related Instructions:

Shipment Method of Payment : Collect
Location Qualifier : Origin (Shipping Point)

Terms of Sale/Deferred Terms of Sale:

Terms Type Code : Basic
Terms Basis Date Code : Invoice Date
Terms Net Days : 45

Date/Time Reference

Delivery Requested : 10/20/2008
Ship Not Before : 10/14/2008
Ship No Later : 10/16/2008

Reference Identification:

Reference Identification Qualifier : Internal Vendor Number
Reference Identification : 002250

Ship To:

(Assigned by Buyer or Buyer's Agent: 0344)

Line Item Information

Line	Description	Quan	UI	Price(\$)	Price Basis	Total(\$)
1	Buyer's Catalog Number: GT704WGR	24	EA	66.11	Contract Price per Each	1586.64
2	Buyer's Catalog Number: GT704WGV	8	EA	65.83	Contract Price per Each	526.64
3	Buyer's Catalog Number: EUADSL23C08	50	EA	53.19	Contract Price per Each	2659.5
4	Buyer's Catalog Number: HWO0543008CL	40	EA	21.50	Contract Price per Each	860

ACTIONTEC ELECTRONICS

CONSIGNEE	DELIVERY RECD BY	SHIPPER	SHIPMENT NUMBER	ACTUALSHIPPER	ACTUALSHIPMENT NUMBER	ACTUALSHIPMENT DATE	ACTUALSHIPMENT DEST	ACTUALSHIPMENT CARRIER	ACTUALSHIPMENT FEE
CIRCUIT CITY STORES DIST CTR 344 STE A 400 LONGFELLOW ST LIVERMORE 42133581	→ S:344	928872 UPSF RECEIVED BILL NUMBER 175 639 870 CITY RECEIVED SCAC 12A	96550-7122 (925)454-5349	760 N MARY AVE SUNNYVALE CA 94085-2908 02835372 ADV CAR	S:10 ONE SJS	10/22/08	CA 94085-2908 (408)752-7700 NONE		
PO# 2166101		UPS FREIGHT PHONE NUMBER (800)333-7400							

23

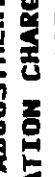
TEST DEL TVERY TIME: 800 - 1100

APPOINTMENT DELIVERY
10/23/08-10/23/08 REQ DEL DATE

UPS Freight™

175 639 870

卷之三

SPCS	ITEM	WT	DESCRIPTION OF ARTICLES AND SPECIAL MARKINGS	VERIFICATION	INFC
1	PIECE(S) COUNTED AND VERIFIED ON SK		HANDLING UNIT(S) SAID TO CONTAIN: C10 BX COMPUTER RELATED ACE PRODUCTS LTL FUEL ADJUSTMENT NOTIFICATION CHARGES BILL FREIGHT CHARGES 10: BILL TO: 09990956 CIRCUIT CITY STORES XCTSI FL 15 5100 POPLAR AVE MEMPHIS TN 381375015	283	116030-01
CONT'D < TTL PCS	PRINT NAME	K- KAUR	TTL WT >	DRIVE	DEPART
	SIGNATURE		FROM	DATE	DRIVER NAME
	X	RECEIVED THE ABOVE PROPERTY IN GOOD CONDITION EXCEPT AS NOTED			
	PRICES DATED				
	WRAP INTACT?				

Re: C. City Order

Subject: Re: C. City Order
From: nicolesmith@upsfreight.com
Date: Wed, 22 Oct 2008 11:58:39 -0400
To: Vincent Leung <vleung@actiontec.com>

Yes, schedule that one as well?

Let me know if you need anything else.

Thank you,
Nicole Smith
Customer Solutions
804-291-4138 phone
804-291-5148 fax
nicolesmith@upsfreight.com
www.upsfreight.com

Vincent Leung
<vleung@actiontec.com>

10/22/2008 11:52
AM

nicolesmith@upsfreight.com

To

cc

Subject

Re: C. City Order

Nicole,

It's ready for you!
By the way, do you have pick up for 2166101 to Livermore CA?

VL

nicolesmith@upsfreight.com wrote:

Good Morning,

Please advise when I am able to schedule a pick up for the below po nmb.

2169504

Let me know if you need anything else.

Thank you,
Nicole Smith
Customer Solutions
804-291-4138 phone
804-291-5148 fax
nicolesmith@upsfreight.com
www.upsfreight.com

ACTIONTEC ELECTRONICS, INC.
760 N. MARY AVENUE
TEL: (408) 752-7700
SUNNYVALE CA
94085-2908 USA

PAGE NO: 1
INVOICE NO: 116083
INVOICE DATE: 10/22/2008

I N V O I C E

CUSTOMER NO: CI007
CUSTOMER PH: 804-527-4000
BILL TO:

YOUR ORDER NO: 2169504
OUR ORDER NO: SOM101008-001-0000
SHIP TO:

CIRCUIT CITY STORES, INC.
DEEP RUN 3, 5TH FLOOR
9954 MAYLAND DRIVE
RICHMOND VA
23233 U.S.A.

CIRCUIT CITY - ARDMORE DC
1901 COOPER DRIVE
ARDMORE OK
73401 U.S.A.

TERMS: CASH #1: DISC:
CASH #2: DISC:
NET DUE DATE: 120608

SHIPPED: 10/23/2008
SHIP VIA: UPS GROUND
F.O.B.: ORIGIN
SHIPMENT NO: 111727 REF:
PRO NO:

YOUR CUSTOMER REP IS: LV

QTY ORDERED	QTY SHIPPED	QTY B.O.	ITEM NUMBER	UNIT PRICE	EXTD PRICE
10	10	0	0947-0154-000	52.49	524.90
	FG, GT701C VZ RET				
	GEU003AD3-06				
40	40	0	0947-0140-000	53.19	2,127.60
	FG, M1000 MODEM RETAIL QWEST				
	EUADSL23C-08				

ADDITIONAL INFORMATION:

DELIVERY REQUESTED 10-27
SHIP NOT BEFORE 10-19
SHIP NO LATER 10-21

SALES TOTAL:	2,652.50
SALES TAX:	0.00
FREIGHT:	0.00
LESS:	0.00
OTHER CHARGES:	0.00
INVOICE TOTAL:	2,652.50

From: "Circuit City" <edi@softshare.com>
To: 7647@softshare.com
Date: Thu, 09 Oct 2008 18:37:28 -0700 (PDT)
Subject: 850:2169504

10/08-081



Purchase Order

General Information

Document Information:

Purchase Order Number: 2169504
Transaction Purpose Code: Original

Purchase Order Date: 10/9/2008
Purchase Order Type Code: Stand-alone Order

Contact Information:

Information Contact : 9712 Carter Garrison

F.O.B. Related Instructions:

Shipment Method of Payment : Collect
Location Qualifier : Origin (Shipping Point)

Terms of Sale/Deferred Terms of Sale:

Terms Type Code : Basic
Terms Basis Date Code : Invoice Date
Terms Net Days : 45

Date/Time Reference

Delivery Requested : 10/27/2008
Ship Not Before : 10/19/2008
Ship No Later : 10/21/2008

Reference Identification:

Reference Identification Qualifier : Internal Vendor Number
Reference Identification : 002250

Ship To:

(Assigned by Buyer or Buyer's Agent: 0567)

Line Item Information

Line	Description	Quan	UI	Price(\$)	Price Basis	Total (\$)
1	Buyer's Catalog Number: GT701C	10	EA	52.49	Contract Price per Each	524.9
2	Buyer's Catalog Number: EUADSL23C08	40	EA	53.19	Contract Price per Each	2127.6

✓

CONSIGNEE	DEPARTMENT (RED)	SHIPPER	175 639 892
CIRCUIT CITY STORES INC DIST CTR 567 1901 COOPER DRIVE ARDMORE 23002280 NW 2162504	271020 OWNZ REASON FOR RETURN 175 639 892 REASON FOR RETURN 0330A REASON FOR RETURN (800)333-7400	ACTIONTEC ELECTRONICS 760 N MARY SUE SUNNYVALE 02835372 ADV CAR NONE	CA 94085-2908 (408)752-7700
27 U			
APPT TIME: 10/27 11:30 - 13:30 10/23/08-10/27/08 REQ DEL DATE			
UPGF			
UPS Freight	REASON FOR RETURN	175 639 892	REASON FOR RETURN
1	PIECE(S) COUNTED AND VERIFIED ON 1 SK HANDLING UNIT(S) SAID TO CONTAIN: (5-6X) COMPUTER RELATED PRODUCTS LTL FUEL ADJUSTMENT	150	116030-01
BILL FREIGHT CHARGES TO: BILL TO: 09990956 CIRCUIT CITY STORES KCTSI FL 15 5100 POPLAR AVE MEMPHIS TN 381375015 UPGF 80155 0000001 WATK 500 04/12/06 00551			
1	1 LTL PCS RECEIVED SIGNATURE	150	REASON FOR RETURN
1	WRAP IMPACT? DAM	373 912	REASON FOR RETURN
RECEIVED THE ABOVE PROPERTY IN GOOD CONDITION REASON FOR RETURN AS NOTED REASON FOR RETURN IS CAUSE TO REFUSE RECEIPT			



DATE

10/22/08

PLEASE PRINT OR TYPE

1. CONSIGNEE (TO)

On collect or delivery shipments, the letters "CCD" must appear before consignee's name, unless otherwise provided in Item 430, Sec. 1 of UPGF 102.

Circuit City - ARD More DC
STREET ADDRESS: UPS Freight CANNOT DELIVER 22A B.O. BOX
1901 Cooper Drive

CITY: ARD More STATE: OK ZIP (REQUIRED): 73401

P.O. NUMBER: STORE #:

CONSIGNEE PHONE #: CONTACT NAME (ATTN): () -

3. BILL TO

ADDRESS:

CITY: STATE: ZIP (REQUIRED):

DESCRIPTION OF ARTICLES & SPECIAL MARKS ARE SUBJECT TO CORRECTION

1. NO. PCS.	PKG TYPE	HM	DESCRIPTION OF ARTICLES & SPECIAL MARKS	WEIGHT (lbs.)	NMFC NO.	CLASS
SBX1PL			Computer Parts	150	LBS	9212
			Po # 2169504			
			Deliver to 10127108			
			Delivery Appointment Required			
			TOTAL CUBE:			

Mark with an "X" to designate hazardous materials as defined in title 49 of the Code of Fed. Reg.

Hazardous material emergency contact #

2. ADDITIONAL SERVICES: INSIDE DELIVERY REQUIRED RESIDENTIAL DELIVERY
 (CHARGES MAY APPLY). LIFT GATE PICKUP/DELIVERY SORT AND SEGREGATE
 NOTIFICATION BEFORE DELIVERY OTHER: _____

REMIT C.O.D. CASH / CHECK TO

3. METHOD OF PAYMENT (REQUIRED): COLLECT UNLESS OTHERWISE MARKED COD FEE PREPAID COLLECT

COD SHIPMENTS GOVERNED BY UPGF 102 RULES ITEM 430

COD AMT \$

IF NOT CHECKED, BOTH ARE ACCEPTABLE

CONSIGNEE CHECK
ACCEPTABLE

CERTIFIED CHECK
OR CASH

4. FREIGHT LIABILITY: Carrier liability for loss or damage will be the lesser of (1) the actual invoice value of the commodities or article(s) lost, damaged or destroyed; or (2) the amount determined from applicable liability provisions of the NMFC; or (3) the limited liability as stated in the applicable governing tariffs, unless "Excess Declared Value Coverage is specifically requested along with the amount of coverage ed in writing on the bill of lading at the time of shipment and applicable charges are paid. Maximum carrier liability is limited to \$25.00 per pound per package and \$100,000 per shipment. Liability for commodities articles other than new is limited to \$1.10 per pound per package (and up to a maximum \$2.50 per pound per package when Excess Declared Value Coverage is requested). Liability for specific commodities or articles described in the UPGF 102 rules tariff item 166 section 5 is limited to \$2.00 per pound per package. Liability for commodities or articles subject to an exception rating (FAK) is limited as described in the tariff. Certain items may be subject to a limited declared value, with a choice of rates under the tariff. You are advised to review the applicable tariff provisions before stating a value. Refer to the current tariff GF 102 series for complete details. Where a "rate" is dependent on a released, declared or actual value in the NMFC, the released, declared or actual value of the property is hereby specifically stated by the

5. FEE: To be not exceeding _____ per _____ "Shipper requests Excess Declared Value Coverage in the amount of \$ _____

6. RECEIVED: Subject to individually determined rates or contracts that have been agreed upon in writing between the carrier and shipper, if applicable, otherwise to the rates, classifications and rules that have been established by the carrier and are available to the shipper, on request; the property described above in apparent good order, except as noted (contents and condition of contents of packages unknown) marked, consigned, and destined as shown below, which said carrier agrees to carry to destination, if on its route, or otherwise to deliver to another carrier on the route to destination. Every service to be performed hereunder shall be subject to all the conditions not prohibited by law, whether printed or written, herein contained, including the conditions on the back hereof, which are hereby agreed to by the shipper and accepted for himself and his signs. Where a third party bill of lading exists, carrier holds both the shipper and consignee liable for freight charges.

Subject to Section 7 Terms and Conditions, if this shipment is to be delivered to the consignee without recourse on the consignor, the consignor shall sign the following statement. UPS Freight may decline to make delivery of the shipment without payment of freight and all other lawful charges.

(Signature)

LIMITATIONS OF LIABILITY APPLY SUBJECT TO LIMITS OF LIABILITY OF THE CARRIER'S RULES TARIFF. CUSTOMER SERVICE 1-800-333-7400



UPS Freight 175 639 892 SJS

TRAILER NUMBER:	LINEAR FEET OF SHIPMENT:
SEAL # APPLIED:	
Beyond SCAC:	CROSS REF PRO#:
<input type="checkbox"/> SHIPPER LOAD / CONSIGNEE UNLOAD	

** Now available at www.upsfreight.com - UPGF 102 Series Rules Tariff - Electronic Bill of Lading

UPS Freight shall have no liability or responsibility whatsoever in connection with this bill of lading if the shipper did not tender the shipment to UPS Freight or its agent.

that the above named materials are properly classified, described, and labeled and are in proper condition for transportation under regulations of the Department of Transportation.

UPS Freight

Subject: C. City Order

From: nicolesmith@upsfreight.com

Date: Wed, 22 Oct 2008 11:44:28 -0400

To: Vleung@actiontec.com

Good Morning,

Please advise when I am able to schedule a pick up for the below po nmbr.

2169504

Let me know if you need anything else.

Thank you,
Nicole Smith
Customer Solutions
804-291-4138 phone
804-291-5148 fax
nicolesmith@upsfreight.com
www.upsfreight.com